

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

May 11, 1999

IN RE:)	
HYPERION COMMUNICATIONS OF TENNESSEE,)	DOCKET NO. 98-00732
L.P. PETITION FOR A CERTIFICATE OF)	
CONVENIENCE AND NECESSITY TO PROVIDE)	
FACILITIES-BASED AND RESOLD, LOCAL)	
EXCHANGE AND INTEREXCHANGE)	
TELECOMMUNICATIONS SERVICES)	

**ORDER GRANTING INTERVENTION PETITION OF CONCORD TELEPHONE
EXCHANGE, INC., HUMPHREYS COUNTY TELEPHONE COMPANY,
TELLICO TELEPHONE COMPANY, INC. AND TENNESSEE TELEPHONE
COMPANY AND APPOINTING HEARING OFFICER**

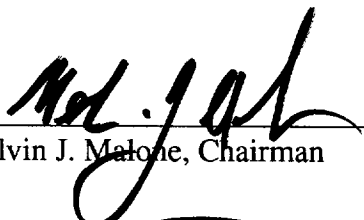
This matter came before the Tennessee Regulatory Authority ("Authority") at a regularly scheduled Authority Conference held on February 16, 1999, upon the Petition for Leave to Intervene filed by Concord Telephone Exchange, Inc., Humphreys County Telephone Company, Tellico Telephone Company, Inc. and Tennessee Telephone Company.

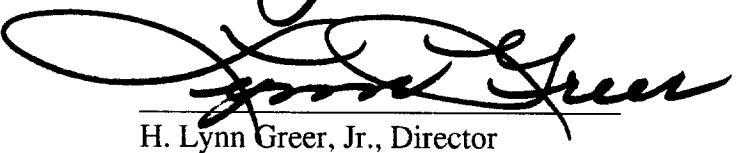
At the above-referenced Authority Conference, the Directors applied the legal standard for intervention, codified at Tenn. Code Ann. § 4-5-310, and found that the intervention petitions: were timely and properly served; substantiated that legal interests of the intervenor may be determined in this matter; and demonstrated that the interest of justice and the orderly and prompt conduct of this matter would not be impaired by allowing such interventions. Without objection from the parties, the Directors unanimously granted the Petition to Intervene.

The Directors also unanimously agreed to appoint General Counsel or his designee to serve as a Pre-Hearing Officer to set a schedule and dispose of any procedural matters in this case.

IT IS THEREFORE ORDERED THAT:

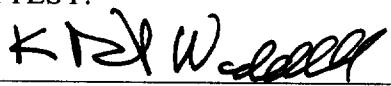
1. The Petitions to Intervene filed by Concord Telephone Exchange, Inc., Humphreys County Telephone Company, Tellico Telephone Company, Inc. and Tennessee Telephone Company are granted; and
2. General Counsel or his designee is appointed Pre-Hearing Officer to set a schedule and dispose of any other procedural matters in this case.
3. Any Party aggrieved by the Authority's decision in this matter may file a Petition for Reconsideration with the Authority within ten (10) days of the date of this Order.


Melvin J. Malone, Chairman


H. Lynn Greer, Jr., Director


Sara Kyle, Director

ATTEST:


K. David Waddell, Executive Secretary